

# Exhibit 3

FORM NO. 5

Registration No. EC/24027



BERMUDA

**CERTIFICATE OF DEPOSIT OF  
MEMORANDUM OF ASSOCIATION AND CONSENT  
GRANTED BY THE MINISTER**

**THIS IS TO CERTIFY** that a Memorandum of Association  
of

**Grosvenor Aggressive Growth Fund Limited**

and the consent granted by the Minister under section 6(1) of *the Companies Act 1981*  
("the Act") were delivered to the Registrar of Companies on the **24th** day of **October**,  
**1997** in accordance with section 14(2) of the Act.

Given under my hand this **30th**  
day of **October**, 1997.

A handwritten signature in cursive script, likely belonging to the Acting Registrar of Companies.

for **Acting Registrar of Companies**

Minimum Capital of the Company: US\$12,000.00

Authorised Capital of the Company: US\$12,000.00